

# EXHIBIT B

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

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**IN RE: PROTON-PUMP INHIBITOR  
PRODUCTS LIABILITY LITIGATION  
(No. II)**

**1:17-MD-2789 (CCC)(MF)  
(MDL 2789)**

**Judge Claire C. Cecchi**

**This Document Relates to: ALL ACTIONS**

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**EXHIBIT B TO CMO NO. 14  
(Common Benefit Participation Agreement)**

**THIS AGREEMENT** is made this \_\_\_\_ day of \_\_\_\_\_, 201\_\_, by and between the Plaintiffs' Leadership Group appointed by the United States District Court for the District of New Jersey in MDL 2789 and \_\_\_\_\_ [**Name of the Firm Executing the Agreement**] (the "Participating Counsel").

1. Purpose: This Participation Agreement is a private cooperative agreement between plaintiffs' attorneys to share Common Benefit Work Product pursuant to Case Management Number ("CMO") No. 14, the Order Regarding Management of Timekeeping, Cost Reimbursement and Related Common Benefit Issues. Any plaintiffs' attorney who executes this Agreement or who is otherwise bound to this Participation Agreement by CMO No. 14 ("Participating Counsel") is entitled to receive the Common Benefit Work Product created by those attorneys who have also executed, or have been deemed to have executed, the Participation Agreement, regardless of the venue in which the attorneys' cases are pending.
2. Required Assessment Fee: Subject to the terms of CMO No. 14, all plaintiffs and their attorneys who agree to settle, compromise, dismiss, or reduce the amount of a claim, or with or without trial, recover a judgment for monetary damages or other monetary relief, including compensatory and punitive damages, for any Proton-Pump Inhibitor claims are

subject to an assessment of the Gross Monetary Recovery that may be imposed by the Court. Such assessment shall be applicable to every case – filed or unfiled – in which the undersigned Participating Counsel and their law firm have any fee interest.

3. Court Approval: Any amount allocated, subject to a subsequent Order by the MDL Court, to compensate common benefit fees and/or to reimburse common benefit expenses that have been incurred in *In Re: Proton-Pump Inhibitor Products Liability Litigation (No. II)*, MDL 2789 shall be available for distribution to attorneys who have performed professional services or incurred expenses for the common benefit and who are Participating Counsel as defined in CMO No. 14. The MDL Court retains jurisdiction over any common benefit award. The undersigned Participating Counsel, on behalf of themselves, their affiliated counsel, and their clients, hereby consents to the jurisdiction of the MDL Court in connection with any common benefit award. Each Participating Counsel who does common benefit work pursuant to CMO No. 14 has the right to present their claim(s) for compensation and reimbursement prior to any decision by the Court. It is expected that due consideration of payment of common benefit fees and expenses will be given to the recommendation of Plaintiffs' Common Benefit Fee Committee, should one be created, by the MDL Court.

Execute below:

I \_\_\_\_\_ [name of lawyer executing the Agreement] hereby represent to the Plaintiffs Steering Committee that I have the authority to execute this Agreement on behalf of my law firm and have the authority to bind my law firm and cases in which the firm is entitled to attorneys' fees to the terms of this Agreement.

I \_\_\_\_\_ [name of lawyer executing the Agreement] hereby certify that my law firm desires to be a Participating Counsel as defined in CMO No. 14, Section V, and is subject to CMO No. 14 and any subsequent Orders regarding an assessment for fees and costs as outlined in CMO No. 14 and herein.

\_\_\_\_\_  
Date: